

AMENDMENT, EXTENSION, RATIFICATION & REVIVOR OF OIL AND GAS LEASE

STATE OF TEXAS)
) **KNOW ALL MEN BY THESE PRESENTS**
 COUNTY OF TARRANT)

WHEREAS, a certain Oil and Gas Lease dated 4/25/2007 was executed by and between SONJA CALLICOTT as Lessor, and CHESAPEAKE EXPLORATION LP, as Lessee; the Oil and Gas Lease/Memorandum of Oil and Gas Lease, being recorded in Instrument #D207222325 of the official public records of TARRANT County, Texas, ("the Lease"), covering the following described lands:

LOT 2, BLOCK 1, CALLICOTT/RHODES FARMS

WHEREAS, it is the intent of the parties hereto, that any and all lands covered under said lease are subject to the terms of this agreement, whether or not specifically described herein; and

WHEREAS, the Lease has expired and prior to the expiration of said lease, the working interest thereunto appertaining was owned of record by **Chesapeake Exploration, LLC (a/k/a Chesapeake Exploration Limited Partnership) and Total E&P USA., Inc.**, and it is now the desire of Lessor to adopt, ratify, revive, confirm and extend said Lease; and

NOW, THEREFORE, for good and valuable consideration in hand paid to the undersigned by **Chesapeake Exploration, LLC (a/k/a Chesapeake Exploration Limited Partnership) and Total E&P USA., Inc.** on behalf of itself and its assigns, the receipt and sufficiency of which is hereby acknowledged; the undersigned do hereby amend the Lease to allow and provide for an extension of the Lease for an additional term of three (3) years, being until 4/25/2013, and for as long thereafter as oil or gas, or either of them, is produced from said land or lands pooled therewith and as long thereafter as producing and the undersigned does hereby specifically adopt, ratify, revive, confirm and extend said lease in all of its terms and provisions and do hereby demise, lease and let said premises unto **Chesapeake Exploration, LLC (a/k/a Chesapeake Exploration Limited Partnership) and Total E&P USA., Inc.** its successors and assigns, subject to and in accordance herewith, and do hereby declare and agree that the said Lease in all of its provisions is binding, and that the same is a valid and subsisting Oil and Gas Lease.

FURTHER, the provisions hereof shall be binding upon the parties hereto, their respective heirs, legatees, devisees, personal representatives, successors and assigns.

EXECUTED this 21st day of Oct, 2010.

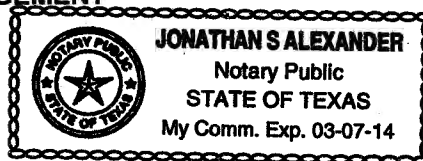
LESSOR:

Sonja Callicott
SONJA CALLICOTT

ACKNOWLEDGEMENT

THE STATE OF TX
 COUNTY OF Denton

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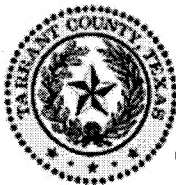


This instrument was acknowledged before me on this the 21 day of Oct, 2010, by Sonja Callicott.

JH Alexander
 Notary Public

SUZANNE HENDERSON

COUNTY CLERK



100 West Weatherford Fort Worth, TX 76196-0401

PHONE (817) 884-1195

TURNER OIL & GAS PROPERTIES
1314 LAKE STREET STE 202
FT WORTH, TX 76102

Submitter: TURNER OIL & GAS PROP, INC.

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 11/11/2010 2:56 PM

Instrument #: D210280978

LSE

2

PGS

\$16.00

By:

A handwritten signature in cursive script, appearing to read "Suzanne Henderson", is written over a horizontal line.

D210280978

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE OF THE DESCRIBED REAL PROPERTY
BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Prepared by: CAMADDOCK